

DIRECTORS' REPORT

To,
The Shareholders of
Tidong Hydro Power Limited

Your Directors have pleasure in submitting their Ninth Annual Report, together with the Audited Accounts of the Company, for the financial year from 1st October, 2014 to 31st March, 2016 (the "Period").

1. FINANCIAL RESULTS:

The Company has a loss of Rs.19,998/- for the Period; which has been carried to the Balance Sheet.

2. PROJECT STATUS:

Your Company has signed an Agreement with the Government of Himachal Pradesh on 8th August, 2012.

The Company has submitted the Pre-Feasibility Report to Government of Himachal Pradesh on 16th November, 2012 which was approved by the Government of Himachal Pradesh on 23rd January, 2013.

The work for preparation of Detailed Project Report ("DPR") is in advance stage with geo technical studies in progress. Hydrological Report has been completed and Power Potential Study is under finalization. The Company has sought an extension of time till December, 2016, for submission of DPR.

3. DIVIDEND / TRANSFER TO RESERVES:

In view of the loss during the year, the Directors have not recommended any dividend for the financial year under review. No amount is transferred to any reserve.

4. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT:

There are no material changes and commitments affecting the financial position of the Company between the end of the financial year and the date of this Report.

5. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO:

Since the Company does not have any manufacturing facility, the other particulars required to be provided in terms of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are not applicable. The Company has neither earned nor spent any foreign exchange during the Period.

6. PARTICULARS OF EMPLOYEES:

During the Financial Year / Period or any part of it, the Company has not employed any employee in receipt of remuneration in excess of the limits specified under Section 197 of the Companies Act, 2013, read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

7. DIRECTORS' RESPONSIBILITY STATEMENT:

In accordance with Section 134(5) of the Companies Act, 2013, the Directors to the best of their knowledge and ability confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- ii. they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that Period;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. they have prepared the annual accounts on a going concern basis;
- v. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

8. BOARD OF DIRECTORS:

Mr. Hemant Chandel and Ms. Renuka Shitut have joined the Board as the Additional Directors on 28th March, 2016 and Mr. Mineel Mali joined the Board on 29th April, 2016 and they hold office upto the date of ensuing Annual General Meeting of the Company. The notices under Section 160 of the Companies Act, 2013, along with the requisite deposits have been received from the members signifying their intention to propose Mr. Hemant Chandel, Ms. Renuka Shitut and Mr. Mineel Mali as the candidates to the office of Directors of the Company.

Mr. Vinod Kumar and Mr. Ajay Singh Mehrotra resigned from the Directorship of the Company w.e.f. 28th March, 2016. Mr. Monesh Bhansali resigned from the Directorship of the Company w.e.f. 29th April, 2016.

9. NUMBER OF MEETINGS OF THE BOARD:

Eight Board meetings were held during the financial year. These were held on 3rd November, 2014, 15th November, 2014, 3rd March, 2015, 9th June, 2015, 11th September, 2015, 30th November, 2015, 12th January, 2016 and 28th March, 2016

The intervening gap between the Meetings was not more than 120 days as prescribed under the Companies Act, 2013. Details of attendance by each Director at the said Board meetings are as under:

Name of Director (s)	Number of Meetings held	Attended
Mr. Hemant Chandel*	1	1
Ms. Renuka Shitut**	1	1
Mr. Mineel Mali***	1	1
Mr. Kshitiz Bhasker****	1	1
Mr. Vinod Kumar*****	8	8
Mr. Ajay Singh Mehrotra*****	8	8
Mr. Monesh Bhansali*****	8	8

* Appointed as the Director w.e.f. 28th March, 2016.

** Appointed as the Director w.e.f. 28th March, 2016

*** Appointed as the Director w.e.f. 29th April, 2016

**** Ceased to be a Director w.e.f. 3rd November, 2014.

***** Ceased to be a Director w.e.f. 28th March, 2016.

***** Ceased to be a Director w.e.f. 28th March, 2016.

***** Ceased to be a Director w.e.f. 29th April, 2016.

10. RISK MANAGEMENT:

The Company has not developed and implemented a formal risk management policy for the Company. However, the Board of Directors periodically as a part of its review of the business consider and discuss the external and internal risk factors like markets related, logistics related, Government policy related matters that may threaten the existence of the Company.

11. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

The Company has not made any loans, guarantees or investments as covered under Section 186 of the Companies act, 2013.

12. TRANSACTION WITH RELATED PARTIES:

The Company has not made any related party transactions covered under the provisions of section 188 of the Companies Act, 2013 hence prescribed Form AOC-2 is not applicable.

13. EXTRACT OF THE ANNUAL RETURN:

As provided under Section 92(3) of the Companies Act, 2013, the extract of annual return is given in Annexure I in the prescribed Form MGT-9, which forms part of this report.

14. AUDITORS:

At the annual general meeting held on 26th March, 2015, M/s. Venkatesh Rakesh & Co., Chartered Accountants were appointed as the statutory auditors of the Company to hold office till the conclusion of the thirteenth annual general meeting. In terms of first proviso to section 139 of the Companies Act, 2013, the appointment of the statutory auditors shall be placed for ratification at every annual general meeting. Accordingly, appointment of M/s. Venkatesh Rakesh &

Co., Chartered Accountants as statutory auditors of the Company is placed for ratification by the shareholders.

15. AUDITORS REPORT:

In the opinion of the Directors, the observations made by the Auditors in their Report are self-explanatory and do not require any clarification by the Directors.

16. CHANGE IN THE NATURE OF BUSINESS:

There has been no change in the nature of business during the year under review.

17. DEPOSITS:

The Company has not accepted any deposits covered under Chapter V of the Act.

18. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:

There are no significant / material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

19. CORPORATE SOCIAL RESPONSIBILITY:

CSR related provisions of the Companies act, 2013, do not apply to the Company as the Company does not meet profit, turnover or net worth criteria prescribed in this regard.

20. SUBSIDIARIES / ASSOCIATES / JOINT VENTURES:

The Company does not have any subsidiary or associate company or joint venture.

21. ACKNOWLEDGEMENT:

The Directors wish to express their sincere gratitude to the Government of Himachal Pradesh, commercial banks for their continued co-operation and assistance.

For and on behalf of the Board
of Tidong Hydro Power Limited

Mineel Mali
Director

Renuka Shitut
Director

Place: Mumbai
Date: 1st June, 2016

ANNEXURE I
Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON
31.03.2016

*[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]*

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	U40101HP2007PLC030774
ii.	Registration Date	21.08.2007
iii.	Name of the Company	Tidong Hydro Power Limited
iv.	Category / Sub-Category of the Company	Company Limited by shares / Indian Non-Government Company
v.	Address of the Registered office and contact details	177/1, Nirsu Village, Dutt Nagar, Rampur Bushahr, District Shimla, Himachal Pradesh – 172 001.
vi.	Whether listed company	No
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	N. A.

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/	% to total turnover of the company
1	Electric power generation by hydroelectric power plants	35101	N.A.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	Gammon Infrastructure Projects Limited Gammon House, Veer Savarkar Marg, Prabhadevi, Mumbai – 400 025. Phone no.: (022) 6748 7200	L45203MH2001PLC131728	Holding Company	51.00%	Section 2(46)

i) Others (Bodies Corporate)	-	24,500	24,500	49.00	-	24,500	24,500	49.00	
Sub-total (B)(1)	-	24,500	24,500	49.00	-	24,500	24,500	49.00	
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others(Specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	50,000	50,000	100		50,000	50,000	-	

ii. Shareholding of Promoters:

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1.	Gammon Infrastructure Projects Ltd. (Beneficial Interest holder)	25,500	51	-	25,500	51	-	-
	Total	25,500	51	-	25,500	51	-	-

iii. Change in Promoters' Shareholding (please specify, if there is no change):
N.A.

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the End of the year				

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDR and ADRs)

Sr. No.	Name of Shareholder	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. Shares at the beginning/ end of the year	% of total shares of the company				No. of shares	% of total shares of the company
1.	Torrent Power Limited	24,500	49.00	01.10.2014	-	-	24,500	49.00
		24,500	49.00	31.03.2016			24,500	49.00

v. Shareholding of Directors and Key Managerial Personnel- NIL

Sr. No.	Name of Director/Key managerial Personnel	Shareholding		Date	Increase/ Decrease in Shareholding	Reason	Cumulative Shareholding during the year	
		No. of Shares at the beginning/ end of the year	% of total shares of the Company				No. of shares	% of total shares of the company

V. INDEBTEDNESS: N.A.

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year (01-Oct-2014)	--	1,79,50,993	--	1,79,50,993
i) Principal Amount	--	--	--	--
ii) Interest due but not paid	--	--	--	--
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	1,79,50,993	--	1,79,50,993
Change in Indebtedness during the financial year	--	--	--	--
- Addition	--	--	--	--
- Reduction	--	--	--	--
Net Change	--	--	-	--
Indebtedness at the end of the financial year (31-Mar-2016)				
i) Principal Amount				
ii) Interest due but not paid	--	1,80,32,095	--	1,80,32,095
iii) Interest accrued but not due	--	--	--	--
Total (i+ii+iii)	--	1,80,32,095	--	1,80,32,095

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: N.A.

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s					

	17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961					
2.	Stock Option					
3.	Sweat Equity					
4.	Commission - as % of profit - others, specify...					
5.	Others, please specify					
6.	Total (A)					
	Ceiling as per the Act					

B. Remuneration to other directors: NIL

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	<u>Independent Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify					
	Total (1)					
	<u>Other Non-Executive Directors</u> · Fee for attending board committee meetings · Commission · Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. Remuneration to Key Managerial Personnel Other Than MD /Manager /WTD: N.A.

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax				

	Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2.	Stock Option				
3.	Sweat Equity				
4.	Commission - as % of profit - others, specify...				
5.	Others, please specify				
6.	Total				

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: N.A.

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[RD /NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

For and on behalf of the Board
Tidong Hydro Power Limited

Renuka Shitut
Director
DIN: 0722545

Mineel Mali
Director
DIN: 06641595

Place: Mumbai
Date: 01.06.2016

INDEPENDENT AUDITORS' REPORT

To the Members of

Tidong Hydro Power Limited

Report on the financial statements

We have audited the accompanying financial statements of **Tidong Hydro Power Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its **Loss** for the year ended on that date.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion, proper books of account as required by law have been kept by the company so far as appears from our examination of those books ;
 - c. the Balance Sheet, the Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;

- d. in our opinion, the financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.;
- e. on the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of section 164(2) of the Act.
- f. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
 - (i) The company does not have any pending litigations which would impact its financial position;
 - (ii) The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses;
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Venkatesh Rakesh And Co.

Chartered Accountants

Firm Registration Number :- 137258W (ICAI)

Venkatesh S. Yadav

(Partner)

Membership No.: 156541

Place : Mumbai

Date : June 1, 2016

ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) According to the information and explanations given to us and on the basis of our examination of the books of account the company does not have any fixed assets as on 31st March, 2016. However, the company has Intangible assets under development of Rs. 1,56,63,374 as on balance sheet date. Thus clause (b) is not applicable.
- (ii) As the company does not have inventory, the Clause (ii)(a) to (ii)(c) of Para 3 of Order 2015 are not applicable to the company.
- (iii) As informed, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act. Accordingly, sub-clause (a) and (b) are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to the transactions entered into by the company. During the course of our audit, no major weakness has been noticed in the internal control system in respect of these areas.
- (v) The Company has not accepted any deposits from public during the year.
- (vi) To the best of our knowledge and as explained, the Central Government has not prescribed maintenance of cost records under sub-section (l) of section 148 of the Companies Act for the products of the Company.
- (vii) (a) The Company is regular in depositing undisputed statutory dues including Provident Fund, Income Tax, Wealth Tax, Sales Tax, Service Tax, Cess and other statutory dues with appropriate authorities applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Wealth Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no outstanding demands against the company with any of the authorities.
- (c) This clause is not applicable to the company.

- (viii) The Company's accumulated losses at the end of the financial year are less than 50% of its net worth which is Rs.1,45,605 and that of the previous period is Rs.1,25,607. However, it has incurred cash losses both in current period as well as in the immediately preceding period amounting to Rs.19,998 and Rs.7,674 respectively.
- (ix) According to the books of account and records of the Company, there are no dues to financial institution or bank or debenture holders during the year.
- (x) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xi) The Company has neither raised any term loans during the year nor was any unutilized amount left on this account, as at the beginning of the year. Therefore, the provisions of 3 (xi) of the Companies (Auditors report) , 2015 are not applicable to the company.
- (xii) To the best of our knowledge and belief and according to the information and explanations given to us, no material fraud on or by the Company was noticed or reported during the course of our audit.

For Venkatesh Rakesh And Co.

Chartered Accountants

Firm Registration Number :- 137258W (ICAI)

Venkatesh S. Yadav

(Partner)

Membership No.: 156541

Place : Mumbai

Date : June 1, 2016

TIDONG HYDRO POWER LIMITED
CIN: U40101HP2007PLC030774
BALANCE SHEET AS AT MARCH 31, 2016
(All amounts in Indian rupees unless otherwise stated)

Notes	As at March 31, 2016 Rupees	As at September 30, 2014 Rupees
Equity and liabilities		
Shareholders' funds		
Share Capital	3 500,000	500,000
Reserves and Surplus	4 (145,605)	(125,607)
Money received against share warrants	-	-
	354,395	374,393
Share application money pending allotment	-	-
Non - Current liabilities		
Long - term borrowing	5 18,032,095	17,950,993
Deferred tax liability (Net)	-	-
Other Long term liabilities	-	-
Long - term provisions	-	-
	18,032,095	17,950,993
Current liabilities		
Short-term borrowings	-	-
Trade payables	6 5,045	-
Other current liabilities	7 2,339,458	1,749,331
Short - term provisions	-	-
	2,344,503	1,749,331
TOTAL	20,730,993	20,074,717
Assets		
Non current assets		
Fixed assets		
Tangible assets	-	-
Intangible assets	-	-
Capital work-in-progress	-	-
Intangible assets under development	8 15,663,374	14,972,906
Non-current investments	-	-
Deferred tax assets (Net)	-	-
Long-term loans and advances	9 5,000,000	5,073,095
Others non-current assets	-	-
	20,663,374	20,046,001
Current assets		
Current investments	-	-
Inventories	-	-
Trade Receivables	-	-
Cash and cash equivalents	10 45,980	28,716
Short-term loans and advances	9 21,639	-
Short-term loans and advances	-	-
Other current assets	-	-
	67,619	28,716
TOTAL	20,730,993	20,074,717

Summary of significant accounting policies 2.1

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Venkatesh Rakesh And Co.
Chartered Accountants
Firm Registration No. 137258W (ICAI)

For and behalf of the Board of Directors of
Tidong Hydro Power Limited

Venkatesh S.Yadav
Partner
Membership No. : 156541

Director
Renuka N. Shitut
DIN No. 07225453

Director
Hemant Chandel
DIN No. 07473472

Place: Mumbai
Date : June 1, 2016

TIDONG HYDRO POWER LIMITED

CIN: U40101HP2007PLC030774

STATEMENT OF PROFIT AND LOSS FOR THE EIGHTEEN MONTHS PERIOD ENDED MARCH 31, 2016

(All amounts in Indian rupees unless otherwise stated)

	Eighteen months Period ended March 31, 2016 Rupees	Nine Months Period ended September 30, 2014 Rupees
Income		
Revenue from operations	-	-
Other operating income	-	-
Other income	-	-
Total income (A)	-	-
Expenses		
Operating and Maintenance Expenses	-	-
Personnel Expenses	-	-
Other Expenses	11 19,998	5,927
Total Expenses	19,998	5,927
Earnings before interest, tax, depreciation and amortisation (EBITDA)	(19,998)	(5,927)
Depreciation and amortisation	-	-
Finance costs	-	-
Profit/(Loss) before tax	(19,998)	(5,927)
Tax expenses		
Current Tax	-	-
Deferred Tax	-	-
Total tax expense	-	-
Profit/(Loss) for the period	(19,998)	(5,927)
Earnings per equity share ('EPS')		
Basic	(0.40)	(0.12)
Diluted	(0.40)	(0.12)

Summary of significant accounting policies 2.1

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For Venkatesh Rakesh And Co.
Chartered Accountants
Firm Registration No. 137258W (ICAI)

For and behalf of the Board of Directors of
Tidong Hydro Power Limited

Venkatesh S.Yadav
Partner
Membership No. : 156541

Director
Renuka N. Shitut
DIN No. 07225453

Director
Hemant Chandel
DIN No. 07473472

Place: Mumbai
Date : June 1, 2016

TIDONG HYDRO POWER LIMITED
CIN: U40101HP2007PLC030774
CASH FLOW STATEMENT FOR THE EIGHTEEN MONTHS PERIOD ENDED MARCH 31, 2016

	Period Ended March 31, 2016 Rupees	Year Ended September 30, 2014 Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit before Tax	(19,998)	(5,927)
Non cash adjustments for :		
Interest expense	-	-
Interest income	-	-
Preliminary/deferred revenue expenses written off	-	-
Operating profit before working capital changes	(19,998)	(5,927)
Movements in working capital :		
Increase/(decrease) in trade payables and other liabilities	595,172	401,100
Decrease / (increase) in trade and other receivables	(21,639)	(73,095)
Cash (used in) / generated from the operations	553,535	322,078
Direct Taxes paid	-	-
Net Cash (used in) / generated from the operations	553,535	322,078
B. CASH FLOW FROM INVESTMENT ACTIVITIES :		
Purchase of non current investments	-	-
Payments towards long term loans given	-	-
Payments made towards CWIP	(690,468)	(4,282,507)
Net Cash (used in)/from Investment activities	(690,468)	(4,282,507)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Capitalization of expenses	-	-
Proceeds for long term borrowings	81,102	3,989,145
Repayment of borrowings	73,095	-
Interest Paid	-	3,989,145
Net Cash (used in)/from financing activities	154,197	3,989,145
NET DECREASE IN CASH AND CASH EQUIVALENTS	17,264	28,716
Closing Balance of Cash and Cash Equivalents	45,980	28,716
Opening Balance of Cash and Cash Equivalents	28,716	-
NET DECREASE IN CASH AND CASH EQUIVALENTS	17,264	28,716
Components of Cash and Cash Equivalents		
Cash and Cheques on hand	-	-
With Banks :		
- On Current Account	45,980	28,716
- On Deposit Account	-	-
Total Components of Cash and Cash Equivalents	45,980	28,716
Less : Fixed Deposits with Banks above 90 days	-	-
	45,980	28,716

Note : Figures in brackets denote outflows.

Summary of significant accounting policies

2.1

As per our report of even date.

For Venkatesh Rakesh And Co.
Chartered Accountants
Firm Registration No. 137258W (ICAI)

For and on behalf of the Board of Directors of
Tidong Hydro Power Limited

Venkatesh S.Yadav
Partner
Membership No. : 156541

Director
Renuka N. Shitut
DIN No. 07225453

Director
Hemant Chandel
DIN No. 07473472

Place: Mumbai
Date :

TIDONG HYDRO POWER LIMITED
CIN: U40101HP2007PLC030774

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO FINANCIAL STATEMENTS FOR THE EIGHTEEN MONTHS PERIOD ENDED MARCH 31, 2016

3 Share capital

Particulars	As at March 31, 2016 Rupees	As at September 30, 2014 Rupees
Authorised shares :		
50,000 (previous period : 50,000) equity shares of Rs. 10/- each	500,000	500,000
Total	500,000	500,000
Issued, subscribed and fully paid-up shares :		
50,000 (previous period : 50,000) equity shares of Rs. 10/- each	500,000	500,000
Total issued, subscribed and fully paid-up share capital	500,000	500,000

a) Shares held by holding/ultimate holding company and/or their subsidiaries/associates :

Name of the registered shareholder	As At March 31, 2016		As At September 30, 2014	
	Numbers	Rupees	Numbers	Rupees
Gammon India Limited (GIL), Holding company	25,500	255,000	25,500	255,000
Torrent Power Limited	24,500	245,000	24,500	245,000
Total	50,000	500,000	50,000	500,000

b) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period

Particulars	As At March 31, 2016		As At September 30, 2014	
	Numbers	Rupees	Numbers	Rupees
At the beginning of the period	50,000	500,000	50,000	500,000
Allotted to promoter companies	-	-	-	-
Outstanding at the end of the period	50,000	500,000	50,000	500,000

c) Terms/rights attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) Details of shareholders holding more than 5% shares in the Company

Shareholders holding more than 5% shares in the Company	As At March 31, 2016		As At September 30, 2014	
	Numbers	% of holding	Numbers	% of holding
Equity shares of Rs 10 each fully paid up				
Gammon India Ltd. (GIL), Holding company	25,500	51.00%	25,500	51.00%
Torrent Power Ltd.	24,500	49.00%	24,500	49.00%

As per the records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents legal ownerships of the shares.

Gammon Infrastructure Projects Limited holds beneficial interest of all the shares held by GIL.

4 Reserves and surplus :

Particulars	As at March 31, 2016 Rupees	As at September 30, 2014 Rupees
Surplus / (deficit) in the statement of Profit and Loss		
Balance as per the last financials	(125,607)	(119,680)
Add : Profit / (Loss) for the period	(19,998)	(5,927)
Net deficit in the statement of profit and loss	(145,605)	(125,607)
Total reserves and surplus	(145,605)	(125,607)

TIDONG HYDRO POWER LIMITED
CIN: U40101HP2007PLC030774

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO FINANCIAL STATEMENTS FOR THE EIGHTEEN MONTHS PERIOD ENDED MARCH 31, 2016

5 Long term borrowings

Particulars	As at March 31, 2016 Rupees	As at September 30, 2014 Rupees
Unsecured loan		
Interest free inter corporate deposit from GIPL*	18,032,095	17,950,993
Total long term borrowings	18,032,095	17,950,993

*Repayment is due on 31st March 2018

6 Trade payables

Particulars	As at March 31, 2016 Rupees	As at September 30, 2014 Rupees
Trade payables - MSME*	-	-
Trade payables - Others	5,045	-
Total trade payables	5,045	-

*As per the information available with the Company, there are no Micro, Small, and Medium Enterprises, as defined in the Micro, Small, and Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal or interest.

The above information regarding Micro, Small, and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

7 Other current liabilities

Particulars	As at March 31, 2016 Rupees	As at September 30, 2014 Rupees
Other liabilities		
Interest accrued payable on inter corporate deposit taken from GIPL	-	-
Book Overdraft	-	-
Other Liabilities	7,000	150,204
Advance to employees	-	-
Dues to related parties		
Gammon India Ltd. - Ultimate holding company	221,587	221,587
Gammon Infrastructure Project Ltd. - Holding company	95,607	-
Gammon Infrastructure Project Ltd. - Deposit for Directorship	-	-
Sikkim Hydro Power Ventures Ltd.	178,902	177,178
Youngthang Power Ventures Ltd.	1,836,362	1,200,362
Total other current liabilities	2,339,458	1,749,331

8 Intangible assets under development

Particulars	As at March 31, 2016 Rupees	As at September 30, 2014 Rupees
Administration expenses	9,482,429	8,791,961
License fee paid	6,000,000	6,000,000
Interest on borrowings	180,945	180,945
Total intangible assets under development	15,663,374	14,972,906

9 Loans and advances :

Unsecured, considered good unless stated otherwise	Non Current		Current	
	March 31, 2016 Rupees	September 30, 2014 Rupees	March 31, 2016 Rupees	September 30, 2014 Rupees
Dues from related parties				
Gammon Infrastructure Project Ltd. - Holding company	-	71,917		
Other Advance	-	1,178	21,639	
Deposit with Government of Himachal Pradesh	5,000,000	5,000,000		
Total Loans and Advances	5,000,000	5,073,095	21,639	-

10 Cash and cash equivalents

Particulars	As at March 31, 2016 Rupees	As at September 30, 2014 Rupees
Balances with banks :		
On Current Account	45,980	28,716
Total cash and cash equivalents	45,980	28,716

TIDONG HYDRO POWER LIMITED

CIN: U40101HP2007PLC030774

**SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO FINANCIAL STATEMENTS FOR
THE EIGHTEEN MONTHS PERIOD ENDED MARCH 31, 2016**

TIDONG HYDRO POWER LIMITED
CIN: U40101HP2007PLC030774

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO FINANCIAL STATEMENTS FOR THE EIGHTEEN MONTHS PERIOD ENDED MARCH 31, 2016

11 Other expenses

	Eighteen months Period ended March 31, 2016 Rupees	Nine Months Period ended September 30, 2014 Rupees
ROC Filing fees	12,442	871
Payment to Auditor : as statutory auditor for audit fees	7,556	5,056
Total other expenses	19,998	5,927

12 Earnings per Share (EPS)

The following reflects the profit and equity share data used in the basic and diluted EPS.

	March 31, 2016 Rupees	September 30, 2014 Rupees
Profit/(Loss) after tax (PAT)	(19,998)	(5,927)
Outstanding equity shares at the end of the period	50,000	50,000
Weighted average number of equity shares in calculated EPS	50,000	50,000
Nominal value of equity shares (Rs. per share)	10	10
Basic EPS	(0.40)	(0.12)
Diluted EPS	(0.40)	(0.12)

13 Related party transactions

a) Names of the related parties and related party relationships

Related parties where control exists :

1. Gammon India Ltd. - Ultimate holding company
2. Gammon Infrastructure Projects Ltd. - Holding company
3. Sikkim Hydro Power Ventures Ltd.
4. Youngthang Power Ventures Ltd.

b) Related party transactions

Transactions	Entities where control exists	Fellow subsidiaries
Expenses incurred on behalf of the Company :		
Gammon Infrastructure Projects Ltd.	167,524 (205,105)	
Gammon India Limited	-	
Sikkim Hydro Power Ventures Ltd.		1,724 (76,702)
Youngthang Power Ventures Ltd.		636,000 (444,458)
Deposit received for nomination of directorship Gammon Infrastructure Projects Ltd.	100,000 -	
Refund of deposit received for nomination of directorship Gammon Infrastructure Projects Ltd.	100,000 -	
Inter corporate deposits received from: Gammon Infrastructure Projects Ltd.	81,102 (3,989,145)	
Outstanding loan balance payable to Gammon Infrastructure Projects Ltd.	18,032,095 (17,950,993)	
Outstanding balance receivable from Gammon Infrastructure Projects Ltd.	71,917 -	
Outstanding balance payable to Gammon India Ltd.	221,587 (221,587)	
Gammon Infrastructure Projects Ltd.	-	
Sikkim Hydro Power Ventures Ltd.	95,607 (71,917)	178,902 (177,178)
Youngthang Power Ventures Ltd.		1,836,362 (1,200,362)

(Previous period's figure in brackets)

14 Contingent liabilities

There are no contingent liabilities as at March 31, 2016.

TIDONG HYDRO POWER LIMITED

CIN: U40101HP2007PLC030774

**SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO FINANCIAL STATEMENTS FOR
THE EIGHTEEN MONTHS PERIOD ENDED MARCH 31, 2016**

- 15** In the opinion of the management, accounts receivables and Loans and advances have a realizable value in the ordinary course of business not less than the amount at which they are stated in the balance sheet and provision for all known liabilities and doubtful assets have been made.

TIDONG HYDRO POWER LIMITED

CIN: U40101HP2007PLC030774

**SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO FINANCIAL STATEMENTS FOR
THE EIGHTEEN MONTHS PERIOD ENDED MARCH 31, 2016**

16 Segment reporting

The Company's operations constitutes a single business segment namely "Infrastructure Development" as per AS 17. Further , the Company's operations are within single geographical segment which is India. Further, the Company's operations are within a single geographical segment which is India.

17 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006

As per the information available with the Company, there are no Micro, Small, and Medium Enterprises, as defined in the Micro, Small, and Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal or interest.

The above information regarding Micro, Small, and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

18 Previous year figures

Prior period figures have been regrouped / reclassified wherever necessary. Current period's figures are for the period from October 1, 2014 to March 31, 2016 and that of previous period are for the period from January 1, 2014 to September 30, 2014.

As per our report of even date

For Venkatesh Rakesh And Co.
Chartered Accountants
Firm Registration No. 137258W (ICAI)

For and behalf of the Board of Directors of
Tidong Hydro Power Limited

Venkatesh S. Yadav
Partner
Membership No. : 156541

Director
Renuka N. Shitut
DIN No. 07225453

Director
Hemant Chandel
DIN No. 07473472

Place: Mumbai
Date : 01-Jun-16

TIDONG HYDRO POWER LIMITED
CIN: U40101HP2007PLC030774

**SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION TO
FINANCIAL STATEMENTS FOR THE PERIOD FROM OCTOBER 1, 2014 TO MARCH 31, 2016**

1 Corporate profile

Tidong Hydro Power Limited ("THPL") is incorporated under the Companies Act, 1956, on August 21, 2007. The Company is engaged in the business of development and operation of hydro power projects in the state of Himachal Pradesh.

2 Basis of preparation

The Financial Statements of the Company have been prepared to comply in all material respects with the notified Accounting Standards under Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 with respect to the Financial Statements. The Financial Statements have been prepared under the historical cost convention, on an accrual basis of accounting.

Note of current / non-current disclosure:

The classification of assets and liabilities of the Company is done into current and non-current based on the operating cycle of the business of the Company. The operating cycle of the business of the Company is less than twelve months and therefore all current and non-current classifications are done based on the status of reliability and expected settlement of the respective asset and liability within a period of twelve months from the reporting date.

The accounting policies adopted in the preparation of the financial statements are consistent with those used in the previous year, except for the change in the accounting policy explained below.

2.1 Summary of significant accounting policies

a. Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring material adjustment to the carrying amounts of assets or liabilities in future periods.

b. Provision for tax

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India.

Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and the deferred tax liabilities related to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

c. Tangible fixed assets

Tangible fixed assets are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition of its intended use. The costs comprises of the purchase price, borrowings costs if capitalisation criteria are met and directly attributable costs of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the cost of the tangible fixed asset. Any subsequent expenses related to a tangible fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other day to day repairs and maintenance expenditure and the cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Depreciation on tangible fixed assets is provided on the Straight Line Method over the useful lives of the assets estimated by the Management and as laid down in Schedule II of the Companies Act, 2013. Depreciation for assets purchased/sold during a period is proportionately charged.

Gains or losses arising from derecognition of tangible fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

d. Intangible assets

Intangible assets are stated at cost of construction less accumulated amortised amount and accumulated impairment losses, if any. Costs include direct costs of construction of the project road and costs incidental and related to the construction activity. Costs incidental to the construction activity, including financing costs on borrowings attributable to construction of the project road, have been capitalised to the project road till the date of completion of construction.

Self constructed intangible assets are amortised on a straight line basis, from the date they are put to use, over the balance period of the Contract from the date the said asset was put to use. The amortisation period and the amortisation method are reviewed at each financial year end.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the asset is derecognised.

e. Impairment

The carrying amounts of assets including goodwill, are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital. After impairment, the asset is depreciated or amortised on the revised carrying amount of the asset over its remaining useful life.

f. Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. investments.

On initial recognition, all investments are measured at costs. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties.

Current investments are carried in the financial statements at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of long term

On disposal of an investment, the difference between the carrying amount and the net disposal proceeds is charged to the statement of profit and loss.

g. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial period of time to get ready for its intended use are capitalized. Other borrowing costs are recognised as expenditure in the period in which they are incurred.

h. Earnings per share

Basic and diluted earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

i. Segment reporting

Business segments have been identified on the basis of the nature of services, the risk return profile of individual business, the organizational structure and the internal reporting system of the Company.

j. Cash and cash equivalents

Cash and cash equivalents comprise of cash at bank and in hand and short-term investments with an original maturity of three months or less.

k. Provision, Contingent Asstes and Contingent Liability

A provision is recognised when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent Liabilities are not recognised but disclosed in notes to accounts.

Contingent assets are neither recognised nor recorded in financial statements.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle an obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

l. Measurement of EBITDA

The Company measures EBITDA on the basis of profit/(loss) from continuing operations. In the measurement, the Company does not include depreciation and amortisation expense, finance costs and tax expense.